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FREEMAN A. MARK

Stierney and Exensoller at Law

499 E. Palmetto Park Road Suite 209 Boca Raton, Florida 33432-0487

www.FreemanMark.com

March 28, 2003

Department of State
Division Of Corporations
Fla. Department Of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation Of BIG HORSE BEVERAGE, INC.

Dear Sir:

Enclosed herewith you please find the original and one copy of the proposed Articles of Incorporation regarding <u>BIG HORSE BEVERAGE</u>, <u>INC.</u>, a check (money order or draft) to cover the incorporation fee of \$78.75, and the Certificate Designating the Place of Business and Naming the Registered Agent. If the same meet with your approval, please file same and issue a Charter returnable to my office at the above address along with a certified copy of the Articles.

Thanking you in advance for your usual promptness and courtesies and with kind regards, I remain

Yours sincerely,

Attorney at Law

FAM/jmh

Encls. - Articles of Inc. (Orig. + 1 copy)

Certificate Fee (\$78.75)

PLEASE RETURN ALL PAPERWORK TO: Law Offices Freeman A. Mark
P. O. Box 487
Boca Raton, Florida 33429-0487

(Please do NOT use the Street Address)

ARTICLES OF INCORPORATION

(A corporation for profit)

BIG HORSE BEVERAGE, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, do(es) hereby adopt the following Articles of Incorporation:

Article One (Name)

The name of the corporation shall be: BIG HORSE BEVERAGE, INC.

Article Two (Principal Office & Term of Existence)

The principal place of business and mailing address shall be at 4641 NW 9th Avenue, Pompano Beach, Broward County, Florida, 33064, and the duration of the corporation is perpetual.

<u>Article Three</u> (Purpose & Nature Of Corporate Business)

The purpose and nature of the business, objects and intents of the corporation proposed to be transacted, prompted and carried on are to do any all things hereinafter mentioned, as fully and to the same extent as natural persons might or could do:

- 1. To engage in any business as related to the hereinbelow mentioned purposes, and any other business, that is legal under the laws of the State of Florida; and,
- To engage in the receipt and distribution of alcoholic beverages and related services and supplies.

Article Four (Capital)

The amount of capital with which the Corporation shall begin is Three Thousand Dollars (\$3,000.00).

<u>Article Five</u> (Registered Agent)

The registered agent for the corporation shall be Guy Gondre, who will accept service of process at 5147 Heron Ct., Coconut Creek, Florida 3307\$\frac{4}{3}\$

Article Six (Number of Directors)

The affairs of this Corporation shall be conducted by a Board of Directors who are the shareholders of the Corporation. The Board of Directors shall consist of two (2) members.

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Article Seven (Qualification of Members & Subscribers Incorporators and Share)

The membership of this Corporation shall constitute all persons hereinafter named as subscribers and shareholders. Subscribing Incorporators to these Articles and the number and type of shares subscribed to by each shareholder(s) are as follows:

<u>Name</u>:

Number of Shares:

Address:

Guy Gondre

1500 (common stock)

5147 Heron Court, Coconut Creek, Fla. 3307

Fred Germain 1500 (common stock)

4641 NW 9th Avenue, Pompano Beach, Fla. 33064

Article Eight (Board of Directors)

The name(s) and address(cs) of the person(s) who are to serve as Directors for the ensuing year, or until the first annual meeting are:

Guy Gondre - 5147 Heron Court, Coconut Creek, Fla. 33075/

Fred Germains - 4641 NW 9th Avenue, Pompano Beach, Fla. 33064

<u>Article Nine</u> (Capital Stock)

- 1. The maximum number of shares that this Corporation is authorized to have outstanding at any one time, unless otherwise properly changed, is Three Thousand (3,000) of One Dollar (\$1.00) par value each share, all of which shall be 3,000 shares of common stock and zero (0) shares of other stock, all of which shall be capital of the Corporation.
- 2. The stock of the Corporation shall be owned principally and at all times by the subscriber(s) of these Articles of Incorporation. The number and type of shares subscribed to by each subscriber is set forth hereinabove.

<u>Article Ten</u> (Initial Officers)

The initial officers of this corporation shall be a President, Vice- President, and Secretary. The initial officers and the name(s) and address(es) and office held of the person(s) who shall serve as initial officers of this corporation until the first meeting of the stockholders, are:

Guy Gondre - President

- 5147 Heron Court, Coconut Creek, Fla. 33074-

Fred Germain - Vice-President & Secretary - 4641 NW 9th Avenue, Pompano Beach, Fla. 33064

The officers shall be elected by the stockholders of this Corporation at each annual meeting and as provided by the By-Laws.

Article Eleven (By-Laws and Amendments)

The stockholders of this Corporation shall provide such By-Laws for the conduct of the business of the Corporation and the carrying out of its purposes as the stockholders may deem necessary from time to time.

Upon proper notice, the By-Laws may be amended, altered, or rescinded by a majority vote of the stockholders at any regular meeting or any special meeting called and properly noticed for that purpose. The Corporate Articles may likewise be amended by a majority vote of the stockholders.

Article Twelve (Meetings & Conduct of Business)

The regular meeting of this Corporation shall be held on the first Monday of each month at 8:00 p.m., at the office of the Corporation, or at any other location or place and time properly designated by the President of the Corporation. The business of the Corporation shall be conducted in accordance with these Articles and By-Laws of the Corporation.

IN WITNESS WHEREOF, I/We, the undersigned subscribing incorporators have hereunto set my/our hand and seal, this $\frac{3}{2}$ day of March, 2003, for the purpose of forming this Corporation for profit under the laws of the State of Florida.

Guy Gondre

Subscribing Incorporator

Fred Germaine

Subscribing Incorporator

State of Florida

SS:

County of Broward

BEFORE ME, a Notary Public, duly authorized to take acknowledgments in the State and County afore-named, personally appeared Guy Gondre and Fred Germains who presented the following identification: (or are personally known), or is/are well known to me to be the person(s) described as subscriber(s) in and who executed the foregoing Articles of Incorporation, and acknowledged that they executed and subscribed to these Articles of Incorporation.

WITNESS MY HAND and official seal in the County and State above-named, on this 3 (-3-7) day of March, 2003.

my commission expires:

FREEMAN A. MARK
MY COMMISSION # DD 050703
EXPIRES: August 15, 2005
Bonded Thru Budget Notary Services

Notary Public, State of Fla. at Large

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT AND AGENT'S ADDRESS UPON WHOM PROCESS MAY BE SERVED

In Pursuance of Chapter 48.091, Florida Statutes, the following is submitted,
In compliance with said Act:

desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Pompano Beach, Broward

County, Florida, has named Guy Gondre, located at 5147 Heron Court, Coconut Creek, Florida 3307%, as its agent to accept service of process within this

First - That BIG HORSE BEVERAGE, INC.,

State.

ACKNOWLEDGMENT: (Must be signed by designated agent)

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Registered Agent